

Bilancini, Melissa

From: Bilancini, Melissa
Sent: Sunday, July 23, 2023 12:38 PM
To: Patrick Rahill; Ghannoum, Lisa M.
Cc: Sean Lavin; Walsh, Joseph H.
Subject: RE: Gray Matter v Handel

Sean and Patrick,

Thank you for your July 21, 2023 email providing Mr. Davian's explanation regarding graymattergr.com and gograymatter.com. Despite Mr. Davian's current assertions that he owns the domain graymattergr.com, this domain was paid for using Company funds and is Company property. As a terminated employee, Mr. Davian has no right to maintain possession or control of the domain and must turn over the username, password, and 16-digit IONOS recovery code immediately.

Additionally, because Company email accounts use the domain graymattergr.com, by commandeering the domain, Mr. Davian is prohibiting the Company and its employees from accessing their email accounts. Accordingly, Mr. Davian must immediately take steps to return email access to the Company.

Lastly, Mr. Davian's new domain, gograymatter.com, infringes on the Company's marks and must be taken down immediately. Given Mr. Davian's intentional re-direction of the Company's domain to his new website, it is clear that Mr. Davian intends to portray himself as a Company representative. However, as a terminated employee, Mr. Davian has no right to take action on behalf of the Company or to portray himself to the Company's customers and the general public as a Company representative. Mr. Davian must cease and desist his use of Company marks immediately.

If Mr. Davian refuses to comply with these requests, the Company will be forced to take additional legal action against Mr. Davian.

Best,
Melissa

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From: Patrick Rahill <prahill@flannerygeorgalis.com>
Sent: Friday, July 21, 2023 10:09 AM
To: Bilancini, Melissa <mbilancini@bakerlaw.com>; Ghannoum, Lisa M. <lghannoum@bakerlaw.com>
Cc: Sean Lavin <slavin@flannerygeorgalis.com>
Subject: RE: Gray Matter v Handel

[External Email: Use caution when clicking on links or opening attachments.]

Melissa –

Thank you for your patience. Please find Defendants' response below.

Anthony registered graymattergr.com upon his release from prison on January 18, 2018. Since its inception, graymattergr.com has always belonged to Anthony. We are aware of no documents transferring the website to the Company. And given Plaintiffs' current position – that Anthony is neither a shareholder representative, director, nor employee – we struggle to see how the Company can now claim ownership to the website.

Moreover, our analysis shows that graymattergr.com was simply a landing site for the other companies. It merely provided links to other websites, like Gray Data's website, graydata.io. Somewhat relatedly, Plaintiffs similarly demanded Anthony transfer graydata.io to Plaintiffs control, and Anthony transferred such control on or about May 17, 2023. Reviewing graydata.io today reflects that the website is no longer functioning, an action presumably taken by Plaintiffs.

In terms of history of this lawsuit, I reviewed our records for any discussions of IONOS or graymattergr.com. Neither were included in Exhibit 5 to the Verified Complaint. Neither were discussed throughout prior accusations and negotiations. What I do have is a notification from IONOS that Anthony's password was changed on or about February 20, 2023 (the same day Sean and I filed our Notice of Appearance). He also lost the IONOS recovery code (discussed more below). As such, Anthony could not access IONOS since that time or deactivate the 2FA. Despite that fact, during our meeting with Mansour Gavin in March 2023, Anthony transferred Wix control – which substantively controlled graymattergr.com – to Plaintiffs. Up until now, there have been zero communications about needing additional control of graymattergr.com. As an aside, [Wix users may redirect websites](#) simply from their management screen:

Use Wix

If you use Wix, you can set up redirects directly in your CMS.

Scroll down to the bottom of your website control panel. Click on **"SEO Tools"** under **"Marketing & SEO."**

As you are aware, Judge O'Donnell denied Plaintiffs' request for preliminary injunction on June 6, 2023, likewise lifting the Temporary Restraining Order. Days later, on June 12 the Court granted Defendants' Motion to Dismiss. The Court reaffirmed that dismissal on July 10, 2023. Given that all of Mr. Handel's derivative claims – those claims on behalf of the Company – were dismissed, it is Defendants' position that the Companies are no longer parties to this litigation effective July 10, 2023.

Mr. Handel now alleges that, on July 17, Anthony somehow interfered with Company property and that behavior violated the TRO. Given the Court's orders however, a) the Company is no longer a party to the matter and has no authority to claim protection; and b) the actions taken on July 17 occurred after the TRO expired. Finally, as IONOS told Gray Matter employees', Anthony Davian is the sole owner of graymattergr.com and the Company has no right to that information. Reiterating my previous point – for Plaintiffs to claim on one hand that Anthony has no shareholder representative interest, director interest or employee interest, but assert on the other hand that Anthony's personal assets belong to the Company – which is no longer a party to the dispute between our clients – is disingenuous.

Recently, Anthony recovered the 16-digit recovery phrase for his IONOS account. Doing so gave him access to his personally owned domains, including graymattergr.com. As he has been effectually locked out from IONOS since February 2023, Anthony updated his personal registration information. This reflects the 7/19/2023 "update" you

referred to in your email. In the event this “update” mistakenly redirected traffic to a different personal domain is inconsequential for the multitude of reasons discussed above.

Finally, regarding the Company’s email system – Anthony has been locked out of the Company’s Google Account, which hosts the Company’s email, since early February 2023. He has no knowledge of employees’ inability to access their Google Account emails.

This issue, like many of the issues Mr. Handel has tried to ram through under the guise of the hastily granted TRO, went to the heart of the dispute: the partners proper use of personal and company assets.

Thanks,

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From: Patrick Rahill <prahill@flannerygeorgalis.com>

Sent: Thursday, July 20, 2023 6:56 PM

To: Bilancini, Melissa <mbilancini@bakerlaw.com>; Sean Lavin <slavin@flannerygeorgalis.com>; Ghannoum, Lisa M. <lghannoum@bakerlaw.com>

Subject: Re: Gray Matter v Handel

Hi Melissa —

Sorry for the delay. We’ve had a few other fires on different matters also pop up today.

I expect an answer to you either later tonight or first thing tomorrow morning.

Thank you for your patience. I’ll be in touch soon.

Pat

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From: Bilancini, Melissa <mbilancini@bakerlaw.com>

Sent: Thursday, July 20, 2023 12:09:26 PM

To: Sean Lavin <slavin@flannerygeorgalis.com>; Patrick Rahill <prahill@flannerygeorgalis.com>; Ghannoum, Lisa M. <lghannoum@bakerlaw.com>

Subject: Gray Matter v Handel

Patrick,

Following up on our phone call, we were recently made aware that your client, Anthony Davian, has taken control of Gray Matter's company domain, graymattergr.com and caused Gray Matter and its employees to be locked out of the company's email.

On 7/19/2023 at 7:27 UTC, the company's domain, graymattergr.com was updated and began redirecting to gograymatter.com, a domain owned by Davian that is purportedly a company website for Gray Matter (See <http://gograymatter.com> ("As an innovative energy trading advisory company, Gray Matter is committed to powering the future of the high-performance computing industry, which includes cryptocurrency mining and beyond.")).

Gray Matter called IONOS, the domain server for graymattergr.com and have the two domains decoupled. However, IONOS refused to grant Gray Matter employees' access to the domain, stating that the holder of the account was Anthony Davian.

As you know, under the TRO Davian was ordered to transfer control of graymattergr.com, the company's domain, to Mr. Handel and Gray Matter. At that time, Davian denied having access to the two-factor authentication associated with the account. However, since Davian has been able to alter the password and regain control of the domain, he clearly maintained this access.

Davian's tortious interference with the company's domain and email have stopped business from being able to take place.

We appreciate your timely attention to this matter, and will look for your response this afternoon.

Best,
Melissa

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